

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

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In re : Chapter 11  
24 HOUR FITNESS : Case No. 20-11558 (KBO)  
WORLDWIDE, INC., et al., :  
Debtors.<sup>1</sup> : (Jointly Administered)  
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DECLARATION OF NELSON SKYLER,  
ON BEHALF OF BROWN SIMS PC

I, Nelson Skyler, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true to the best of my knowledge, information, and belief:

1. I am a Shareholder of Brown Sims PC, located at 1177 W. Loop South, Houston, TX (the "Firm").

2. On or about 2008, ~~On~~ 20 24 Hour Fitness Worldwide, Inc. and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "Debtors"), retained the Firm to provide legal services (the "Services").

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, as applicable, are 24 Hour Holdings II LLC (N/A); 24 Hour Fitness Worldwide, Inc. (5690); 24 Hour Fitness United States, Inc. (8376); 24 Hour Fitness USA, Inc. (9899); 24 Hour Fitness Holdings LLC (8902); 24 San Francisco LLC (3542); 24 New York LLC (7033); 24 Denver LLC (6644); RS FIT Holdings LLC (3064); RS FIT CA LLC (7007); and RS FIT NW LLC (9372). The Debtors' corporate headquarters and service address is 12647 Alcosta Blvd., Suite 500, San Ramon, CA 94583.

3. The Services include the following:

Litigation representation

Legal consultations

4. The arrangements for compensation and reimbursement of the Firm include the following (hourly/contingent, etc.): Hourly

(a) Average hourly rate (if applicable): \$ 203 / hr

(b) Estimated average monthly compensation based on prepetition retention (if Firm was employed prepetition):

This amount varied but averaged approx. \$20,000 / mo

5. The Firm may have performed services in the past, and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants, employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not perform services for any such person in connection with these chapter 11 cases. In addition, except as set forth below, the Firm does not have any relationship with any such persons, their attorneys, or their accountants that would be adverse to the Debtors or their estates:

- No conflicts.

6. Neither I nor any principal of or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm.

7. Neither I nor any principal of or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matters upon which they are to be retained.

8. As of June 15, 2020 (the "Petition Date"), the Debtors owed the Firm \$ 58,996 in respect of prepetition services provided to the Debtors ~~on~~ from approximately 10-15-19 to 6-15-20.


9. As of the Petition Date, the Firm held a prepetition retainer of \$ 0.]

10. As of the Petition Date, the Debtors owed [individual/member/associate] of the Firm individually \$ 0 in respect of \_\_\_\_\_.]

11. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and, upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

I DECLARE UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE AND CORRECT.

Dated: 8-11-20, 2020

 NELSON SKYLER  
Name: NELSON SKYLER  
Title: Shareholder  
Firm: Brown Sims PC  
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Houston, TX 77027  
Telephone: 713 629-1580